

P.E. 12/31/01

0-28970

FORM 6-K



02011809

U.S. POST OFFICE  
DELAYED

SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C 20549

Report of Foreign Issuer

Pursuant to Rule 13a-16 or 15d-16 of  
the Securities Exchange Act of 1934

For the month of December 2001

COLT TELECOM GROUP plc  
(Translation of Registrant's Name into English)

15 Marylebone Road  
London  
NW1 5JD  
England

PROCESSED

FEB 08 2002

PT THOMSON  
FINANCIAL

\_\_\_\_\_  
(Address of Principal Executive Offices)

(Indicate by check mark whether the Registrant files or will file annual reports under cover of  
Form 20-F or Form 40-F.)

Form 20-F X Form 40-F \_\_\_\_

(Indicate by check mark whether the Registrant by furnishing the information contained in this  
Form is also thereby furnishing the information to the Commission pursuant to Rule 12g3-2(b)  
under the Securities Exchange Act of 1934)

Yes \_\_\_\_ No X

(If "Yes" is marked, indicate below the file number assigned to the Registrant in connection with  
Rule 12g3-2(b): 82- \_\_\_\_\_)

This Form 6-K shall be deemed to be incorporated by reference in the Registrant's Registration  
Statement on Form F-3 (Reg. No.333-05972), in the Registrant's

Registration Statement on Form S-8 (Reg. No.333-8362), in the Registrant's  
Registration Statement Form F-3 (Reg. No. 333-09116), in the Registrant's  
Registration Statement Form F-3 (Reg. No. 333-09118), in the Registrant's  
Registration Statement Form F-3 (Reg. No. 333-09120), and in the Registrant's  
Registration Statement Form F-4 (Reg. No. 333-11866), and in the Registrant's  
Registration Statement Form F-3 (Reg. No. 333-13990)

Enclosure: Notification of Interest dated 11 December 2001

## SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this Current Report on Form-6K to be signed on its behalf by undersigned, thereunto duly authorized.

Date: 11<sup>th</sup> December 2001

COLT Telecom Group plc

By: 

Mark A. Jenkins  
Legal Services Director

Notification of interests of  
Directors and connected Persons

AVS NO: 090664

**1. Name of Company**

*COLT Telecom Group plc*

**2. Name of Director**

*Robert Hawley*

**3. Please state whether notification indicates that it is in respect of holding of the director named in 2 above or holding of that persons spouse or children under the age of 18 or in respect of a non-beneficial interest**

*Notification is in respect of director*

**4. Name of the registered holder(s) and, if more than one holder, the number of shares held by each of them (if notified)**

*Robert Hawley*

**5. Please state whether notification relates to a person(s) connected with the director named in 2 above and identify the connected person(s)**

*N/A*

**6. Please state the nature of the transaction. For PEP transactions please indicate whether general/single co. PEP and if discretionary / non-discretionary**

*Purchase of Shares*

**7. Number of shares / amount of stock acquired**

*5,876*

**8. Percentage of issued class**

*Less than 1%*

**9. Number of shares / amount of stock disposed**

*N/A*

**10. Percentage of issued class**

*N/A*

**11. Class of security**

*Ordinary 2.5p*

**12. Price per share**

*£1.52p*

**13. Date of transaction**

*10 December 2001*

**14. Date Company informed**

*10 December 2001*

**15. Total holding following this notification**

*17,795*

**16. Total percentage holding of issued class following this notification**

*Less than 1%*

**If a director has been granted options by the company please complete the following**

**17. Date of grant**

*N/A*

**18. Period during which or date on which exercisable**

*N/A*

**19. Total amount paid (if any) for grant of the option**

*N/A*

**20. Description of shares or debentures involved: class, number**

*N/A*

**21. Exercise price (if fixed at time of grant) or indication that price is to be fixed at time of exercise**

*N/A*

**22. Total number of shares or debentures over which options held following this notification**

*N/A*

**23. Any additional information**

*Mr Hawley also holds options over 68,060 share options*

**24. Name of contact and telephone number for queries**

*John Doherty: 0171 390 3681*

**25. Name and signature of authorised company official responsible for making this notification**

**Mark A. Jenkins**

**Company Secretary**

**Date of Notification: 11 December 01**

**London Stock Exchange  
Company Announcements Office  
Old Broad Street  
London  
EC2N 1HP**

**Facsimile: 0171 588 6057**

**Enquiries: Continuing Obligations: Telephone: 0171 797 3850**